MECENTED AND FILED 1 Deborah D. Williamson 2001 DEC 14 PM 2: 29 Texas State Bar No. 21617500 2 Patrick L. Huffstickler Texas State Bar No. 10199250 CARRIED DIATES BANKAGI TOY COURT 3 COX & SMITH INCORPORATED 112 E. Pecan St., Suite 1800 PATE OF GRAY OLEAK 4 San Antonio, Texas 78205 (210) 554-5500 5 (210) 226-8395 (Fax) Candace C. Carlyon, Esq. 6 Nevada Bar No. 002666 SHEA & CARLYON 7 233 South Fourth Street, Suite 200 Las Vegas, NV 89101 200i (702) 471-7432 8 (702) 471-7435 (Fax) Email: carlyonltd@aol.com 9 Attorneys for Anthony Schnelling, Trustee of the Creditor Trust 10 UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEVADA 11 12 In re: Bankruptcy No. BK-S-00-10533 (AgriBioTech, Inc.) § 13 AGRIBIOTECH, INC., a Nevada Jointly Administered With: corporation, 14 No. BK-S-00-10534 (AgriBioTech Canada) § 15 Debtor. No. BK-S-00-10535 (Las Vegas Fertilizer Co.) No. BK-S-00-10536 (Garden West Distributors, Inc.) 16 Federal Tax I.D. #85-0325742 No. BK-S-00-10537 (Geo W. Hill & Co., Inc.) 17 § Chapter 11 Affects All Debtors <u>X</u> 18 § ORDER GRANTING 19 Affects AGRIBIOTECH § APPLICATION FOR ORDER CANADA, INC., a Canadian **AUTHORIZING EMPLOYMENT OF** 20 corporation, DIAMOND, McCARTHY, TAYLOR & FINLEY, L.L.P. AND WINSTEAD 21 Affects LAS VEGAS § SECHREST & MINICK, P.C., AS SPECIAL COUNSEL FERTILIZER CO., INC., a 22 Nevada corporation, § 23 § Affects GARDEN WEST 24 § DISTRIBUTORS, INC., an § Arizona corporation, 25 § Affects GEO W. HILL & CO., 26 INC., a Kentucky corporation. Ş 27

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1 The Court has considered the Application For Order Authorizing Employment Of 2 Diamond, McCarthy, Taylor & Finley, L.L.P. and Winstead Sechrest & Minick, P.C., As 3 Special Counsel (the "Application") filed by the Creditor Trustee (the "Trustee"). Based 4 on the Application, the Court finds that Diamond, McCarthy, Taylor & Finley, L.L.P. and 5 Winstead Sechrest & Minick, P.C. does not hold or represent any interest adverse to the 6 estates in the matters on which they are to be employed, that Diamond, McCarthy, Taylor 7 & Finley, L.L.P. and Winstead Sechrest & Minick, P.C. are disinterested persons, that their employment is in the best interest of the estate, and that Diamond, McCarthy, 8 9 Taylor & Finley, L.L.P. and Winstead Sechrest & Minick, P.C. are qualified to represent 10 the Trustee in these jointly administered Chapter 11 bankruptcy cases. 11 It is therefore ordered that the Application is approved and that the Trustee is 12 authorized to employ Diamond, McCarthy, Taylor & Finley, L.L.P. and Winstead 13 Sechrest & Minick, P.C. as its general bankruptcy counsel herein on the terms and conditions set forth more fully in the Application. a small on the rund 14 SIGNED this 3 day of December, 2001. 15 16 17 18 UNITED STATES BANKRUPTCY JUDGE 19 20 Submitted By: 21 **COX & SMITH INCORPORATED** 22 23 By: 24 Deborah D. Williamson Texas State Bar No. 21617500

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